STATE OF SOUTH CAROLINA SECRETARY OF STATE

ARTICLES OF INCORPORATION PROFESSIONAL CORPORATION—STATUTORY CLOSE CORPORATION

TYPE OR PRINT CLEARLY IN BLACK INK.

The name of the proposed corporation is:

1.

FILING FEE \$135

The following information is submitted pursuant to Sections 33-2-102, 33-18-103 and 33-19-109 of the 1976 South Carolina Code of Laws, as amended:

NOTE: Pursuant to S.C. Code of Laws §33-9-150, the name of the corporation must contain the words "professional corporation", "professional association", "service corporation", or "chartered", or the abbreviation "P.C.", "PC", "P.A.", or "PA".

2.	The i	nitial regi	istered office of the corporation	ı is:			
			Street Addr	ess			
City			County	State		Zip Code	
and th	ne initial	registere	ed agent at such address is	P	Print Name		
	l ł	nereby co	onsent to the appointment as re	egistered ager	nt of the corporation:		
			Agent's Sigr	nature			
3. which		corporation applicabl	on is authorized to issue share e:	s of stock as fo	ollows. Complete "a	" or "b",	
	a.		The corporation is authorized to issue a single class of shares. The total number of shares authorized is				
	b.		The corporation is authorize	d to issue mor	re than one class of	shares.	
			Class of Shares	А	authorized No. of Eac	ch Class	

	Name of Corporation
	relative right, preference, and limitations of the shares of each class, and of each es within a class, are as follows:
Stat	existence of the corporation shall begin as of the filing date with the Secretary of the unless a delayed date is indicated (see Section 33-1-230(b) of the 1976 South olina Code of Laws, amended):
	corporation is a professional corporation, as provided under Chapter 19, Title 33 of 1976 South Carolina Code of Laws, as amended.
The	corporation's purpose shall be to render the following professional services:
	corporation is also a statutory close corporation, as provided under Chapter 18 of 33 of the 1976 South Carolina Code of Laws, as amended.
be s 197	ess specified otherwise below, the transfer of shares of stock of the corporation shall subject to the restrictions provided in Sections 33-18-110 through 33-18-130 of the 6 South Carolina Code of Laws, as amended. Specify any variations in the statutory nat in Sections 33-18-110 through 33-18-130 below:
Unle Sec	ess otherwise specified below, the corporation shall have a board of directors (see tion 33-18-210 of the 1976 South Carolina Code of Laws, as amended).
	This corporation elects not to have a board of directors.
Che	eck the following if applicable:
	This corporation elects to apply the provisions of Sections 33-18-140 through 33-18-170 of the 1976 South Carolina Code of Laws, as amended, which give the estate of a deceased shareholder the right to compel the corporation to purchase the deceased shareholder's shares.

	Name of Corporation				
Spec	ify any variations in the statutory format in Sections 33-18-140 though 33-18-170				
incor	optional provisions, which the corporation elects to include in the articles of orporation, are as follows (see the applicable provisions of Sections 33-2-102, 35-2-4, and 35-2-221 of the 1976 South Carolina Code of Laws, as amended):				
The name, address, and signature of each incorporator is as follows (only one incorporator is required):					
a.	porator is required).				
	Name				
	Address				
	Signature				
b.	Name				
	Address				
	Signature				
C.	Name				
	Address				
	Signature				

	Name of Corporation
13.	I,, an attorney licensed to practice in the state of South Carolina, certify that the corporation, to whose articles of incorporation this certificate is attached, has complied with the requirements of Chapter 2, Title 33 of the 1976 South Carolina Code of Laws, as amended, relating to the articles of incorporation.
Date _	
	Signature
	Type or Print Name
	Address
	Telephone Number

FILING INSTRUCTIONS

- Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed. Include a self-addressed stamped envelope to have a filed copy returned to you by mail.
- 2. If the space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form.
- 3. Enclose the fee of \$135.00 payable to the Secretary of State.
- 4. THIS FORM MUST BE ACCOMPANIED BY THE FIRST REPORT TO CORPORATIONS (SEE SECTION 12-20-20 OF THE 1976 SOUTH CAROLINA CODE OF LAWS, AS AMENDED). The \$25 CL-1 fee is included in the \$135 filing fee.

Return to: Secretary of State

1205 Pendleton Street. Suite 525

Columbia, SC 29201

SPECIAL NOTES

 PURSUANT TO S.C. CODE OF LAWS § 33-18-109, ALL SHARE CERTIFICATES ISSUED BY A STATUTORY CLOSE CORPORATION MUST CONTAIN THE FOLLOWING CONSPICUOUS NOTICE:

"THE RIGHTS OF SHAREHOLDERS IN A STATUTORY CLOSE CORPORATION MAY DIFFER MATERALLY FROM THE RIGHTS OF SHAREHOLDERS IN OTHER CORPORATIONS. COPIES OF THE ARTICLES OF INCORPORATION AND BYLAWS, SHAREHOLDERS' AGREEMENTS AND OTHER DOCUMENTS, ANY OF WHICH MAY RESTRICT TRANSFERS AND AFFECT VOTING AND OTHER RIGHTS, MAY BE OBTAINED BY A SHAREHOLDER ON WRITTEN REQUEST TO THE CORPORATION."

2. PURSUANT TO S.C. CODE OF LAWS § 33-19-210, ALL SHARE CERTIFICATES ISSUED BY A PROFESSIONAL CORPORATION MUST CONTAIN THE FOLLOWING CONSPICUOUS NOTICE:

"THE TRANSFER OF SHARES OF A PROFESSIONAL CORPORATION IS RESTRICTED BY THE SOUTH CAROLINA PROFESSIONAL CORPORATION SUPPLEMENT, CHAPTER 19 OF TITLE 33, AND MAY BE SUBJECT TO FURTHER RESTRICTION IMPOSED BY THE LICENSING AUTHORITY. SHARES OF A PROFESSIONAL CORPORATION ARE SUBJECT ALSO TO A STATUTORY REPURCHASE OBLIGATION."

- 3. SECTIONS 33-19-220 THROUGH 33-19-270 OF THE 1976 SOUTH CAROLINA CODE OF LAWS, AS AMENDED, DEAL SPECIFICALLY WITH SHARE TRANSFER RESTRICTIONS AND REPURCHASE RIGHTS IN A PROFESSIONAL CORPORATION. THESE SECTIONS SHOULD BE CAREFULLY REVIEWED BEFORE THE ARTICLES OF INCORPORATION ARE FILED. IN SOME CASES, VARIATIONS OR EXCEPTIONS TO THE STATUTORY SCHEME ARE AUTHORIZED.
- 4. PLEASE NOTE THAT SECTION 33-19-300 OF THE SOUTH CAROLINA CODE OF LAWS, AS AMENDED, STATES "NOT LESS THAN ONE HALF OF THE DIRECTORS OF A PROFESSIONAL CORPORATION, AND ALL OF ITS OFFICERS EXCEPT THE SECRETARY AND TREASURER, IF ANY, MUST BE QUALIFIED PERSONS WITH RESPECT TO THE CORPORATION." S.C. CODE OF LAWS § 33-19-103 DEFINES "QUALIFIED PERSON" AS AN INDIVIDUAL, GENERAL PARTNERSHIP, OR PROFESSIONAL CORPORATION THAT IS ELIGIBLE UNDER CHAPTER 19 OF TITLE 33 TO BE ISSUED SHARES BY A PROFESSIONAL CORPORATION.
- 5. THE FILING OF THIS DOCUMENT DOES NOT, IN AND OF ITSELF, PROVIDE AN EXCLUSIVE RIGHT TO USE THIS CORPORATE NAME ON OR IN CONNECTION WITH ANY PRODUCT OR SERVICE. USE OF A NAME AS A TRADEMARK OR SERVICE MARK WILL REQUIRE REGISTRATION OF THE MARK AND MAY BE AFFECTED BY PRIOR USE OF THE MARK. FOR MORE INFORMATION, CONTACT THE TRADEMARKS DIVISION OF THE SECRETARY OF STATE'S OFFICE.